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SECRETARY'S CERTIFICATE OF FILING
OF
SPENWICK VILLAGE CONDOMINIUM ASSOCIATION, INC.

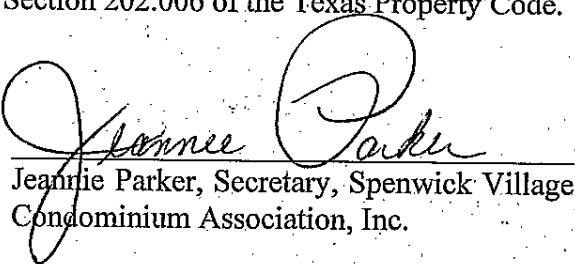
I, Jeannie Parker, certify that:

I am the duly qualified and acting Secretary of Spenwick Village Condominium Association, Inc., a duly organized and existing Texas non-profit corporation.

The attached instrument is a true copy of an unrecorded Dedicatory Instrument, as that term is identified by Section 202.001 of the Texas Property Code, pertaining to Spenwick Village Condominium Association, Inc.

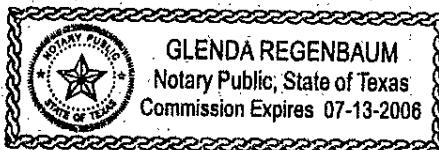
The attached instrument is being presented for recording in the Official Public Records of Real Property of Harris County, Texas, pursuant to Section 202.006 of the Texas Property Code.

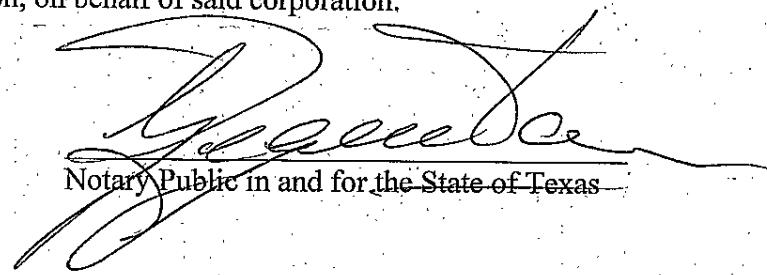
Dated: 1-15-2003


Jeannie Parker, Secretary, Spenwick Village
Condominium Association, Inc. 101

STATE OF TEXAS §
 §
COUNTY OF HARRIS §

This instrument was acknowledged before me on the 15th day of January, 2003 by Jeannie Parker, Secretary of Spenwick Village Condominium Association, Inc., a Texas non-profit corporation, on behalf of said corporation.

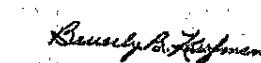



Notary Public in and for the State of Texas

Prepared in the Offices of and Return to:
Bartley & Spears, P.C.
14811 St. Mary's Lane, Suite 270
Houston, Texas 77079

FILE FOR RECORD
8:00 AM

JAN 30 2003


County Clerk, Harris County, Texas

ARTICLES OF INCORPORATION

OF

JUN 02 1977

SPENWICK VILLAGE CONDOMINIUM ASSOCIATION, INC.

Ex-Valley
County Clerk, Harris County, Texas

We, the undersigned natural persons of the age of twenty-one (21) years or more, at least two (2) of whom are citizens of the State of Texas, acting as incorporators of a corporation under the Texas Non-Profit Corporation Act, do hereby adopt the following articles of incorporation for such corporation:

ARTICLE I

The name of the corporation is SPENWICK VILLAGE CONDOMINIUM ASSOCIATION, INC.

ARTICLE II

The corporation is a non-profit corporation.

ARTICLE III

The period of its duration is perpetual.

ARTICLE IV

Subject to Part IV of the Texas Miscellaneous Corporation Laws Act, the purposes for which the corporation is organized are:

To operate, manage, maintain and administer the affairs of Spenwick Village Condominiums, a condominium project established pursuant to Article 1301a of the Texas Revised Civil Statutes and those certain Declaration and Master Deed(s) filed of record in Harris County, Texas.

To enter into and perform any contract and to exercise all powers which may be necessary or convenient to the operation, management, maintenance and administration of the affairs of Spenwick Village Condominiums as a condominium project in accordance with the Declaration and Master Deed(s).

ARTICLE V

Each Owner shall be a member of the corporation and no other person or entity shall be entitled to membership. No Owner shall be required to pay any consideration whatsoever solely for his membership in the corporation.

The share of an Owner in the funds and assets of the corporation cannot be assigned, pledged or transferred in any manner except as an appurtenance to his Unit in the Condominium Project.

Each Owner shall be entitled to a vote, the value of which shall equal the total of the percentages assigned to the Units owned by such Owners as set forth in the Declaration and Master Deed(s) and By-Laws of Spenwick Village Condominium Association, Inc.

ARTICLE VI

The street address of the initial registered office of the corporation is 8102 Amelia, Houston, Texas 77080 and the name of the initial registered agent at such address is Truitt V. Lively.

ARTICLE VII

The number of directors of the corporation shall be fixed by the By-Laws of the corporation but shall not be less than three (3). The number of directors constituting the initial board of directors of the corporation is three (3), and the names and addresses of the persons who are to serve as the initial board of directors are:

NAME

Truitt V. Lively

Sam L. Olson, Jr.

Bill L. Olson

ADDRESS

11002 Hammerly Boulevard
Houston, Texas 77043
11002 Hammerly Boulevard
Houston, Texas 77043
11002 Hammerly Boulevard
Houston, Texas 77043

ARTICLE VIII

The name and street address of each incorporator is:

NAME

Truitt V. Lively

Sam L. Olson, Jr.

Bill L. Olson

ADDRESS

11002 Hammerly Boulevard
Houston, Texas 77043
11002 Hammerly Boulevard
Houston, Texas 77043
11002 Hammerly Boulevard
Houston, Texas 77043

IN WITNESS WHEREOF, we have hereunto set our hands this 31st

day of May, 1977.

ANY PROVISION HEREIN WHICH RESTRICTS THE SALE, RENTAL, OR USE OF THE DESCRIBED REAL PROPERTY BECAUSE OF COLOR OR RACE IS INVALID AND UNENFORCEABLE UNDER FEDERAL LAW.
THE STATE OF TEXAS
COUNTY OF HARRIS

I hereby certify that this instrument was FILED in File Number Sequence on the date and at the time stamped hereon by me; and was duly RECORDED in the Official Public Records of Real Property of Harris County, Texas on

JAN 30 2003



Beverly L. Layman

COUNTY CLERK
HARRIS COUNTY, TEXAS

Truitt V. Lively

Truitt V. Lively

Sam L. Olson, Jr.

Sam L. Olson, Jr.

Bill L. Olson

Bill L. Olson

STATE OF TEXAS

COUNTY OF HARRIS

I, *Adela I. Lively*, a Notary Public, do hereby certify that on the 31st day of May, 1977, personally appeared before me, Truitt V. Lively, Sam L. Olson, Jr. and Bill L. Olson, who each being by me first sworn, severally declared that they are the persons who signed the foregoing document as incorporators, and the statements therein contained are true.

IN WITNESS WHEREOF, I have hereunto set my hand and seal the day and year above written.

Adela I. Lively
Notary Public in and for
Harris County, Texas

RECORDED'S MEMO/MARJ
ALL BLACKOUTS, ADDITIONS AND CHANGES
WERE PRESENT AT THE TIME THE INSTRUMENT
WAS FILED AND RECORDED